

EXHIBIT YY

August 2004

Part 13 of 31

The Fleming Company
 Legal Service for the Period Ending August 23, 2004
 October 5, 2004

Description of Legal Services

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
7/28/04	Melissa M Dulac	7.75	Research re potential arguments for opposition to W. Berry's motion for preliminary injunction.
7/28/04	Richard L Wynne	0.75	Analyze Berry claim issues, procedural status of Hawaii litigation vs. later bankruptcy court proceedings, and memorandum to A. Huber and E. Liebeler on how to proceed.
7/28/04	Damian D Capozzola	0.50	Communications re Berry administrative issues (NTI signature page and files being shipped).
7/29/04	Melissa M Dulac	8.00	Research re potential arguments to make in opposition to W. Berry's motion for preliminary injunction; begin drafting opposition to same.
7/29/04	Antoinette Huerta	2.50	Assist with preparation of materials re Berry re hearing materials for attorney team.
7/29/04	Richard L Wynne	0.75	Telephone conference with D. Capozzola, E. Liebeler, Hawaii counsel and R. Hertzberg re settlement ideas.
7/29/04	Romana O Samad	1.00	Confer with co-counsel in HI re pro hac vice applications, declarations and order and prepare documents for signing.
7/29/04	Neal F San Diego	5.00	Index correspondence and pleadings for Berry deposition.
7/29/04	Neal F San Diego	3.25	Image correspondence and pleadings attachment re Berry.
7/29/04	Damian D Capozzola	3.00	Communications and analysis re Hawaiian software issues and analysis of Second Amended Complaint and Preliminary Injunction papers; research re pleadings issues; attention to and communications re logistical Hawaiian software issues; communications re

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			insurance issues.
7/29/04	Eric C Liebler	2.00	Participate in telephone conference re Berry issues to do; participate in telephone conference re Rule 68 analysis and potential offer.
7/30/04	Melissa M Dulac	2.00	Draft outline for opposition to W. Berry's motion for preliminary injunction; communicate with E. Liebler, D. Capozzola, and O. Samad re same.
7/30/04	Richard L Wynne	1.00	Telephone conference with team to prepare for final fee application; telephone conference with D. Capozzola re Hogan and order on objection to claim and e-mail re same.
7/30/04	Romana O Samad	3.25	Finalize pro hac vice applications for HI; confer with M. Dulac, D. Capozzola, E. Liebler re opposing Berry's Preliminary Injunction and drafting of evidentiary objections.
7/30/04	Neal F San Diego	5.00	Index correspondence including attachment for Berry deposition.
7/30/04	Damian D Capozzola	2.00	Communications and analysis re Hawaiian software pleadings and discovery issues, prepare for and follow-up re team meeting re same; analysis and drafting re Hawaiian software preliminary injunction opposition papers and communications re same.
7/30/04	Anne Huber	0.50	Review W. Berry estimation order, lift stay order and send email to team after discussing with D. Capozzola
7/31/04	Romana O Samad	1.25	Analyze all documents in Berry's Preliminary Injunction motion.

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7/31/04	Damian D Capozzola	1.50	Communications and analysis re Hawaiian software issues; review files and prepare chart re license issues, and communications re same.
8/01/04	Melissa M Dulac	2.75	Draft opposition to W. Berry's motion for preliminary injunction; research in support of same.
8/01/04	Damian D Capozzola	3.00	Communications and analysis re post-confirmation work; communications re software license issues; analysis of Hawaiian judges and communications re same.
8/02/04	Melissa M Dulac	11.00	Draft opposition to W. Berry's motion for preliminary injunction; research in support of same.
8/02/04	Romana O Samad	10.00	Analyze pleadings to prepare Berry evidentiary objections; review local rules re filing of evidentiary objections; research judgements in HI; analyze data documents for Berry production.
8/02/04	Damian D Capozzola	2.00	Communications and analysis re Hawaiian software briefing and discovery issues; analysis and communications re judges in Hawaiian lawsuit matter.
8/02/04	Eric C Liebeler	2.00	Work on opposition to preliminary injunction.
8/03/04	Edgar I Yep	3.00	Assemble and organize exhibits for upcoming Opposition to Berry's Preliminary Injunction motion; create Declaration of M. Dulac in Support of Motion.
8/03/04	Melissa M Dulac	13.75	Draft opposition to W. Berry's motion for preliminary injunction; research in support of same; communicate with O. Samad re drafting objections to evidence submitted by W. Berry in support of motion for

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			preliminary injunction.
8/03/04	Allison Mayo Andrews	5.00	Assist attorneys with the preparation of opposition and supporting documents re Berry preliminary injunction motion.
8/03/04	Raymond Roman	5.00	Assist in preparation of Berry opposition to preliminary injunction motion.
8/03/04	Damian D Capozzola	1.00	Communications and analysis re Hawaiian software issues.
8/03/04	Eric C Liebeler	5.25	Berry: Review and analyze fair use argument; discuss experts with D. Capozzola; outline arguments for PI opposition.
8/04/04	Edgar I Yep	2.00	Assemble and organize exhibits for upcoming Opposition to Berry's Preliminary Injunction motion; draft and edit Declaration of M. Dulac in Support of Motion; check on status of documents for E. Liebeler in N.Y..
8/04/04	Melissa M. Dulac	7.00	Draft opposition to W. Berry's motion for preliminary injunction; research in support of same; draft amended answer to W. Berry's second amended complaint; revise declaration of M. Dulac in support of opposition to motion for preliminary injunction.
8/04/04	Raymond F. Roman	1.00	Assist in preparation of Berry opposition to preliminary injunction motion.
8/04/04	Romana O. Samad	3.75	Draft Berry opposition.
8/05/04	Neal F San Diego	7.50	Index correspondence including attachments for Berry hearing.
8/05/04	Damian D Capozzola	0.25	Voicemails and e-mails re Berry issues.
8/06/04	Melissa M Dulac	0.75	Communicate with A. Greenfield re identifying elements of causes of action asserted by W. Berry in second amended

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			complaint; communicate with C. Lhulier re stipulation clarifying order of bankruptcy court lifting stay on request by W. Berry.
8/06/04	Eric C Liebler	10.25	Work on Berry stipulation re execution on any claim; edit opposition to PI; review testimony from confirmation hearing; draft letter to T. Hogan; participate in telephone conference re C&S.
8/07/04	Damian D Capozzola	0.50	Review and analysis of declarations and evidentiary objections re Hawaiian software issues.
8/08/04	Damian D Capozzola	0.25	Communications with O. Samad and analysis re Berry evidentiary objections.
8/09/04	Edgar I Yep	1.00	Prepare electronically pages re W. Berry deposition to send to Hawaii counsel to request signature pages and entire deposition for upcoming court filing.
8/09/04	Melissa M Dulac	1.00	Communicate with E. Liebler re opposition to W. Berry's motion for preliminary injunction.
8/09/04	Antoinette Huerta	1.00	Research and compile information and documents re Berry.
8/09/04	Richard L Wynne	0.25	Telephone conference with E. Liebler re litigation vs. Berry, appeal and motion to dismiss.
8/09/04	Romana O Samad	4.25	Modify evidentiary objections in Berry matter based on conversation with D. Capozzola.
8/09/04	Eric C Liebler	7.50	Edit PI opposition and evidentiary objections.
8/09/04	Geoffrey A Richards	0.25	Attention to multiple wind-down issues, including C&S, lease rejections, task list revisions and updates, Berry pleading

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			review.
8/10/04	Melissa M Dulac	4.50	Revise opposition to motion of W. Berry for issuance of preliminary injunction and supporting papers.
8/10/04	Romana O Samad	9.50	Prepare Berry evidentiary objections and Preliminary Injunction opposition.
8/10/04	Neal F San Diego	7.50	Update on-site files such as correspondence and pleadings with attachment re Berry.
8/10/04	Eric C Liebeler	1.00	Finalize Berry evidentiary objections; work on GECC financing issue related to Berry.
8/11/04	Melissa M Dulac	10.25	Revise opposition to W. Berry's motion for preliminary injunction and identify evidentiary support for opposition; communicate with E. Liebeler re same; communicate with O. Samad re evidentiary objections; communicate with A. Greenberg re drafting memorandum re elements of causes of action asserted by W. Berry in post-petition copyright litigation against Fleming.
8/11/04	Antoinette Huerta	8.75	Research and compile exhibits to Fleming's motion re Berry; cite-check and review legal and case cites re Fleming's motion re Berry.
8/11/04	Raymond F Roman	5.00	Assist with preparation of opposition of Fleming to W. Berry's motion for issuance of preliminary injunction.
8/11/04	Richard L Wynne	0.25	Telephone conference with E. Liebeler re Berry appeal and motion to dismiss.
8/11/04	Romana O Samad	0.50	Confer with HI co-counsel A. Lopez re compliance with local rules for Berry brief and

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			objections.
8/11/04	Neal F San Diego	6.50	Assist with opposition to Berry's preliminary injunction motion.
8/11/04	Neal F San Diego	7.50	Index correspondence including attachments for Berry hearing.
8/11/04	Eric C Liebeler	0.25	Review Berry letter.
8/12/04	Edgar I Yep	5.50	Compile documents and prepare for sending via Federal Express, per E. Liebeler and S. Cho; compile and prepare for filing exhibits and documents for Opposition Motion for M. Dulac.
8/12/04	Melissa M Dulac	5.50	Finalize opposition to W. Berry's motion for preliminary injunction and papers submitted in support of opposition; communicate with A. Lopez re preparation and filing of same.
8/12/04	Antoinette Huerta	4.50	Cite-check and assist with preparation of filing Fleming's motion re opposition to preliminary injunction re Berry.
8/12/04	Raymond F Roman	3.50	Assist with cit checking of Fleming's opposition to Beryr's preliminary injunction.
8/12/04	Shirley S Cho	1.00	E-mail to S. Loretz re status of Berry appeal; telephone conference with L. Hosoda re same.
8/12/04	Romana O Samad	5.00	Finalize for filing Berry Opposition to Prelim Injunction Motion and Evidentiary Objections.
8/12/04	Neal F San Diego	8.00	Index correspondence including attachments for Berry hearing.
8/12/04	Damian D Capozzola	0.75	Communications and analysis re Berry.
8/12/04	Eric C Liebeler	2.00	Work on Berry/GECC financing issues; summarize Berry issues

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			for Core-Mark; review Berry appeal calendar.
8/13/04	Antoinette Huerta	5.00	Update hearing database and main files with recently received hearing transcripts; and distribute electronically to requesting attorneys; update main files with electronically received documents re Berry.
8/13/04	Romana O Samad	0.50	Discuss filing of erratas with Anne Lopez in Berry matter.
8/13/04	Neal F San Diego	7.50	Update on-site files as correspondence and pleadings with attachments re Berry.
8/13/04	Damian D Capozzola	0.25	Communications and analysis re Berry.
8/14/04	Damian D Capozzola	0.25	Communications and analysis re Berry matters.
8/16/04	Neal F San Diego	7.50	Index correspondence and pleading with exhibits for Berry deposition; image correspondence and pleading with exhibits re Berry.
8/17/04	Allison Mayo Andrews	3.50	Review, process and collate incoming case documents; file maintenance re Fleming Berry matter.
8/17/04	Erin N Brady	1.00	Research re Berry's ability to bootstrap confirmation appeal to estimation appeal.
8/17/04	Damian D Capozzola	0.25	Communications and analysis.
8/18/04	Erin N Brady	1.50	Review and analyze cases re Berry's ability to bootstrap time estimation appeal to untimely confirmation appeal.
8/18/04	Damian D Capozzola	0.50	Communications and analysis re Berry matters.
8/19/04	Melissa M Dulac	0.25	Communicate with T. Hogan re confirmation order.
8/19/04	Neal F San Diego	7.50	Index correspondence and pleadings with exhibits for

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			Berry deposition; image correspondence and pleadings with exhibits re Berry.
8/23/04	Melissa M Dulac	1.50	Communicate with E. Liebeler re withdrawing subpoenas issued to Y. Hata; draft stipulation re withdrawal of Y. Hata subpoenas; communicate with T. Hogan re same.
8/23/04	Melissa M Dulac	0.25	Draft argument in support of final fee application.
8/23/04	Allison Mayo Andrews	1.00	Analyze and process pleadings re Fleming Berry matter.
8/23/04	Antoinette Huerta	2.00	Compile and print out documents received electronically; update case files with recently received documents.
8/23/04	Neal F San Diego	7.50	Index correspondence including attachments for Berry hearing.
8/23/04	Eric C Liebeler	1.75	Berry: Work on appeal designation issues; work on Y. Hata discovery issues.
		<hr/> 310.00	TOTAL HOURS

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Description of Expenses

<u>Date</u>	<u>Description</u>	<u>Amount</u>
7/28/04	Telephone call to: STATE OF, HI 808-535-5711	.96
8/06/04	Fax page charge to 808-528-4997	1.50
8/12/04	Telephone call to: OAHU, HI 808-524-3700	.96
8/12/04	Telephone call to: OAHU, HI 808-539-8700	2.40
8/12/04	Telephone call to: OAHU, HI 808-539-8700	7.68
8/12/04	Telephone call to: OAHU, HI 808-524-3700	.72
Total Expenses		<hr/> \$ 14.22